

Hearing Date: October 23, 2019 at 10:00 a.m. EST
Objection Deadline: October 16, 2019 at 4:00 p.m. EST

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**NOTICE OF HEARING ON MOTION OF KATHLEEN KIME TO DEEM PROOFS OF
CLAIM AS TIMELY FILED AND FOR RELIEF FROM THE AUTOMATIC STAY**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Shores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

PLEASE TAKE NOTICE that a hearing (the “Hearing”) on the *Motion of Kathleen Kime to Deem Proofs of Claim as Timely Filed and for the Relief from the Automatic Stay* (the “Motion”) will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Courthouse, 300 Quarropas Street, White Plains, New York 10601 on **October 23, 2019 at 10:00 a.m. (Eastern Standard Time)** (the “Hearing”), or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that any responses or objections (the “Objections”) to the Motion shall (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the *Amended Order Implementing Certain Notice and Case Management Procedures* [Dkt. No. 405] (the “Amended Case Management Order”), and (c) be filed with the Court and served on the entities below in accordance with the Amended Case Management Order, so as to be received on or before **October 16, 2019 at 4:00 p.m. (Eastern Standard Time)** (the “Objection Deadline”):

- (i) the Chambers of the Honorable Judge Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, Room 248, White Plains, New York 10601;
- (ii) the Office of the United States Trustee for Region 2, 201 Varick Street, Suite 1006, New York, New York 10014, Attn: Paul Schwartzberg, Esq.;
- (iii) the Debtors, c/o Sears Holding Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attn: Stephen Sitley Esq., and Luke J. Valentino, Esq.;
- (iv) the attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Esq., Garrett A. Fail, Esq. and Sunny Singh, Esq.;
- (v) the attorneys for Bank of America, N.A., administrative agent under the First Lien Credit Facility and the DIP ABL Agent, Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036,

Attn: Paul D. Leake, Esq., Shana A. Elberg, Esq., and George R. Howard, Esq.;

- (vi) the attorneys for Citibank, N.S., as administrative agent under the Stand-Alone L/C Facility, Davis Polk & Wardell LLP, 450 Lexington Avenue, New York, New York 10017, Attn: Marshall S. Huebner, Esq. and Eli J. Vonnegut, Esq.;
- (vii) the attorneys for JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, and the Consolidated Secured Loan Facility, Cleary, Gottlieb, One Liberty Plaza, New York, New York 10006, Attn: Sean A. O'Neal, Esq.;
- (viii) the attorneys for Computershare Trust Company, N.A., as trustee for the Second Lien PIK Notes, the Holdings Unsecured PIK Notes, and the Holdings Unsecured Notes, Kelley Drye & Warren LLP, 101 Park Avenue, New York, New York 10178, Attn: Eric R. Wilson, Esq., Benjamin D. Feder, Esq., and T. Charlie Liu, Esq.;
- (ix) the attorneys for Wilmington Trust, National Association, as indenture trustee for the Second Lien Notes, Seyfarth Shaw LLP, 620 Eighth Avenue, New York, New York 10018, Attn: Edward M. Fox, Esq.;
- (x) the attorneys for The Bank of New York Mellon Trust Company, as successor trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes, Carter Ledyard & Milburn LLP, 2 Wall Street, New York, New York 10015, Attn: James Gadsden, Esq.;
- (xi) the attorneys for the Pension Benefit Guaranty Corporation, Locke Lord LLP, 111 South Wacker Drive, Chicago, Illinois 60606, Attn: Brian A. Raynor, Esq.;
- (xii) the attorneys for the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Philip C. Dublin, Esq., Ira Dizengoff, Esq., and Sarah Lynne Brauner, Esq.; and
- (xiii) the attorneys for the Claimant, Luskin, Stern & Eisler LLP, Eleven Times Square, New York, New York 10036, Attn: Michael Luskin, Esq. and Stephan E. Hornung, Esq.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and served with respect to the Motion in accordance with the Amended Case Management Order, the Claimant may submit to the Court an order substantially in the form of the proposed order

annexed to the Motion, which order may be entered without further notice or an opportunity to be heard.

PLEASE TAKE FURTHER NOTICE that any responding parties are required to attend the Hearing, and failure to appear may result in the relief being granted or denied upon default.

Dated: New York, New York
August 21, 2019

Respectfully submitted,

/s/ Michael Luskin

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